ANNUAL REPORT AND
FINANCIAL STATEMENTS
FOR THE PERIOD FROM 25 OCTOBER 2019 TO 31 DECEMBER 2020

Registered Number: SC645358

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ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2020

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DIRECTORS AND ADVISERS

Directors

J Smith

(appointed on 25 October 2019)

G A Jackson

(appointed on 25 October 2019)

H Crossley

(appointed on 25 October 2019)

S Jones

(appointed on 25 October 2019)

Registered office

Saltire Court 20 Castle Terrace Edinburgh EH1 2EN

Independent auditor

KPMG LLP Chartered Accountants 15 Canada Square London E14 5GL

Registered Number: SC645358

DIRECTORS' REPORT

The Directors present their annual report and the audited financial statements of Equitix GP 6 Primary Infrastructure Top Holdings Limited (the "Company") for the period ended 31 December 2020. These comprise the Profit and Loss Account, Balance Sheet, Statement of Changes in Equity and notes to the financial statements, set out on pages 7 to 11.

RESULTS AND DIVIDENDS

During the period, the Company received no income and incurred no expenditure and therefore made neither profit or loss or other comprehensive income. A profit and loss account has therefore not been presented.

The Directors do not recommend the payment of a dividend.

DIRECTORS

The Directors who served throughout the period and up to the date of this report are shown on page 1.

GOING CONCERN

The Company is a General Partner and therefore has a Limited Partnership Agreement with Equitix VI Primary Infrastructure Top Holdings LP. Equitix VI Primary Infrastructure Top Holdings LP currently has stable cash flows from the underlying investment portfolio. The Directors believe that the Company is well placed to manage its business risks successfully despite the current uncertain economic outlook. Refer to Note 2 for further detail on the Directors' assessment of going concern.

DISCLOSURE OF INFORMATION TO AUDITOR

The Directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware. Each Director has taken all the steps that they ought to have taken as a Director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

PRINCIPAL RISKS AND UNCERTAINTIES

The Company is liable in the first instance for all the debts of the Fund, without limitation, and binding the Fund in all aspects with its acts. This risk is managed and mitigated through the constant review and stewardship of the Board of Directors and through the services provided by the Partnership Manager.

The Directors of the Company have considered the impact of the COVID-19 global pandemic which has arisen in 2020 when preparing these financial statements. Refer to Note 2 Accounting Policies.

FUTURE OUTLOOK

The Fund has a number of pre-emption and reinvestment opportunities through its current portfolio holdings that the Partnership Manager and the Company will constantly review, evaluating and recommending acquisitions of high quality opportunities as they arise.

INDEPENDENT AUDITOR

During the period, KPMG LLP were appointed as first auditor to the Company. Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

STRATEGIC REPORT

The Company has taken advantage of the exemption from preparing a strategic report pursuant to s414B of the Companies Act 2006

This report was approved by the Board and signed on its behalf.

J Smith Director

28 July 2021

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial period. Under that law they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Compay for that period. In preparing these financial statements, the directors are required to:

- · select suitable accounting policies and then apply them consistently;
- · make judgements and estimates that are reasonable, relevant and reliable;
- state whether they have been prepared in accordance with applicable UK accounting standards in conformity with requirements of the Companies Act 2006;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern;
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EQUITIX GP 6 PRIMARY INFRASTRUCTURE TOP HOLDINGS LIMITED

Our opinion is unmodified

We have audited the financial statements of Equitix GP 6 Primary Infrastructure Top Holdings Limited ("the Company") for the period ended 31 December 2020 which comprise the balance sheet, the statement of changes in equity for the period then ended, and related notes, including the accounting policies in Note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2020 and of its result for the period then ended:
- have been properly prepared in accordance with International Accounting Standards in conformity with the requirements of the Companies Act 2006; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements (the "going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate; and
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events
 or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going
 concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Company will continue in operation.

Fraud and breaches of laws and regulations - ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- enquiring of management as to the Company's policies and procedures to prevent and detect fraud as well as enquiring whether management have knowledge of any actual, suspected or alleged fraud;
- · reading minutes of meetings of the Board of Directors; and
- · using analytical procedures to identify any unusual or unexpected relationships .

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because the Company's revenue streams are simple in nature with respect to accounting policy choice, and are easily verifiable to external data sources or agreements with little or no requirement for estimation from management. We did not identify any additional fraud risks.

We also performed procedures including identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation. These included all post year end closing journals.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EQUITIX GP 6 PRIMARY INFRASTRUCTURE TOP HOLDINGS LIMITED (CONTINUED)

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with management (as required by auditing standards), and from inspection of the Company's regulatory and legal correspondence, and discussed with management the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit. The potential effect of these laws and regulations on the financial statements varies

Firstly, the Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation, and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the Company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: anti-bribery, money laundering, GDPR compliance, market abuse regulations and financial services regulations including Client Assets, and specific areas of regulatory capital and liquidity and certain aspects of company legislation recognising the financial and regulated nature of the Company's activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remains a higher risk of non-detection of fraud, as this may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- · we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- · the financial statements are not in agreement with the accounting records and returns; or
- · certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EQUITIX GP 6 PRIMARY INFRASTRUCTURE TOP HOLDINGS LIMITED (CONTINUED)

Directors' responsibilities

As explained more fully in their statement set out on page 3, the directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities

The purpose of this report and restrictions on its use by persons other than the Company's members, as a body
This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies
Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are
required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not
accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work,
for this report, or for the opinions we have formed.

Matthew Williams (Senior Statutory Auditor) for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants 15 Canada Square London

E14 5GL

28 July 2021

BALANCE SHEET AS AT 31 DECEMBER 2020

	Notes	2020 £
Non-current assets Investment in subsidiary	6	1
Current assets Debtors	4	9 9
Total assets		10
Current liabilities Creditors	5	(9) (9)
Total assets less current liabilities		1
Net assets		1
Capital and reserves Called up share capital Profit and loss account	7	1 -
Shareholder's funds		1

The notes on pages 9 to 11 form part of these financial statements.

The financial statements of Equitix GP 6 Primary Infrastructure Top Holdings Limited, registered number SC645358, were approved by the Board of Directors on 28 July 2021and were signed on its behalf by:

J Smith Director 28 July 2021

STATEMENT OF CHANGES IN EQUITY

FOR THE PERIOD ENDED FROM 25 OCTOBER 2019 TO 31 DECEMBER 2020

	Share Capital £	Profit and Loss Account £	Total £
At 25 October 2019	<u> </u>	<u> </u>	<u> </u>
Issue of share capital Result for the period At 31 December 2020	1 1	· ·	1 - 1

The notes on pages 9 to 11 form part of these financial statements.

Notes to the financial statements for the period ended 31 December 2020

1 PRINCIPAL ACTIVITIES

Equitix GP 6 Primary Infrastructure Top Holdings Limited (the Company) is the General Partner to Equitix VI Primary Infrastructure Top Holding LP (the "Partnership" or "Fund"), a UK limited partnership. The Company is liable in the first instance for all the debts of the Fund, without limitation, and binds the Fund in all aspects with its acts.

The Partnership was established for the purpose of purchasing, divesting, managing, restructuring and supervising investments of the kind and nature as outlined in the Fund's Limited Partnership Agreement and engaging in such other activities incidental or ancillary thereto as the Company deems necessary or advisable.

2 PRINCIPAL ACCOUNTING POLICIES

2.1 Basis of preparation of accounts

The financial statements have been prepared under the historical cost convention and in accordance with FRS 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

The Company's functional and presentation currency is the pound sterling.

A summary of the principal accounting policies adopted by the Directors, which have been applied consistently are shown below.

The Company is a Qualifying Entity (as defined in the glossary of FRS 102). A Qualifying Entity, for the purposes of FRS 102, is a member of a group where the parent of that group prepares publicly available consolidated financial statements which are intended to give a true and fair view and that member is included in the consolidation. The Company is a wholly owned subsidiary of, and is included within the consolidated financial statements of, Equitix Holdings Limited so has elected not to prepare a cash flow statement nor present disclosures in respect of Remuneration of Key Management Personnel.

As the consolidated financial statements of Equitix Holdings Limited include the disclosures equivalent to those required by FRS 102, the Company has also taken the exemptions available in respect of the following disclosures:

 Certain disclosures required by FRS 102.11 Basic Financial Instruments and FRS 102.12 Other Financial Instrument Issues in respect of financial instruments.

2.2 Expenses

Expenses is accounted for on an accruals basis and interest is recognised on an effective interest basis

2.3 Going concern

As noted in the directors report, the Company is a General Partner and therefore has a Limited Partnership Agreement with Equitix VI Primary Infrastructure Top Holding LP, the Fund. The General Partner has the reasonable expectation that the Equitix VI Primary Infrastructure Top Holding LP has adequate resources to continue in operational existence for the foreseeable future for the reasons stated below:

- All committed investments of the holding companies within the Partnership are covered by commitments to the Partners;
- The Fund has limited other outgoings and funding can be drawn down from Partners if required to meet these obligations;
- The Fund has sufficient undrawn commitments to meet any future obligation associated with the Revolving Credit facility, given that the facility is being secured against the undrawn commitments;
- the Fund has sufficient cash flows forecasted to cover the future interest costs associated with the Asset Based Lending facility;
- The Fund has considered the period end and forecast covenant compliance associated with the Revolving Credit facility and the Asset Based Lending facility;

Accordingly, the Directors have adopted the going concern basis in preparing these financial statements.

The Directors of the Company have also considered the impact of the COVID-19 global pandemic, which has resulted in unprecedented risks and significant levels of volatility and reduced asset prices in global equity and bond markets. The main risk resulting from COVID-19 for the Company is in respect of the impact on the valuation of investments held at fair value through profit and loss by the Fund to which the Company is General Partner. This Company's performance is intrinsically linked with the performance of the Fund and the Directors have considered the impact on the Fund of potentially lower valuations and do not consider there to be any significant impact on the going concern basis of preparation of the Fund's financial statements as they consider that no severe but plausible downside event would prevent the Fund being able to meet its liabilities as they fall due.

Further, the Directors of the Company have also assessed the wider Equility group forecasts that considered various severe but plausible downside scenarios in the cash flow forecast model and confirmed that the Equility Group's cash balance will stay positive and that there is no covenant breaches in respect of loan facilities held by the Equility Group for at least 12 months from the date of the approval of the financial statements in each scenario.

In conjunction with this assessment, the Directors believe the Company has sufficient reserves to address any potential financial impact arising from plausible downside scenarios considered and consequently, the Directors have concluded that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

2.4 Creditors and accruals

Creditors and accruals are recognised when the Company has a legal and constructive obligation to pay.

2.5 Functional currency

The functional and presentational currency adopted is GBP Sterling as this is the currency of the primary economic environment in which the Company operates.

2.6 Investments

Investments held are shown at cost less provision for impairment.

2.7 Revenue

The General Partner shall make Distributions in the following order of priority; firstly to the Limited Partner by way of repayment of any loans made to the Partnership by the Limited Partner in its capacity as Partner, to the extent not already paid, secondly to the General Partner, a share of 0.00005% of the relevant distributions and thereafter, a share of 99.99995% of the relevant distributions to the Limited Partner.

Notes to the financial statements for the period ended 31 December 2020

2 PRINCIPAL ACCOUNTING POLICIES (continued)

2.7 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described above, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The Company does not have any critical accounting judgements or key sources of uncertainty.

3 OPERATING RESULT

The operating result was £nil for the period.

The audit fee for Equitix GP 6 Primary Infrastructure Top Holdings Limited of £3,000 has been borne by Equitix VI Primary Infrastructure LP, who will not seek compensation from the Company. There were no non-audit services.

4 DEBTORS	S
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2020 £

Amounts due from related parties

9

5 CREDITORS

2020 £

Amounts due to related parties

9

This balance is unsecured, there is no interest chargeable, there is no fixed repayment date and there are no other terms to the loan. The loan is repayable on demand.

6 INVESTMENT IN SUBSIDIARIES

2020

£

Balance at 25 October 2019

Additions

Balance at 31 December 2020

Investments are held at cost less impairments. The Company has a direct investment interest in Equil

Investments are held at cost less impairments. The Company has a direct investment interest in Equitix GP 6 Primary Infrastructure Mid Holdings Ltd and indirect investment interests in: Equitix GP 6 Primary Infrastructure Holdings Ltd, Equitix Fire Control (Taunton) GP Ltd, Diagnostic Centre (Taunton) GP Ltd, Equitix GP 6 Primary Infrastructure (Bristol) Ltd and Equitix GP 6 Primary Infrastructure (Clintek Holdings) Ltd.

All of these companies are incorporated in the United Kingdom.

7 CALLED UP SHARE CAPITAL

2020 No.

Authorised:

1

Ordinary Share at £1 each

2020 £

Allotted, called up and fully paid:

1 Ordinary Share at £1 each

1

The holder of Ordinary Share is entitled to receive dividends as declared from time to time and is entitled to one vote per share at meetings of the Company. There are no associated rights or preferences relating to the Ordinary Share.

Notes to the financial statements for the period ended 31 December 2020

8 TRANSACTIONS WITH RELATED PARTIES

As a 100% subsidiary of Equitix Holdings Ltd, the Company has taken advantage of the Qualifying Entity exemption under FRS 102 not to provide information on related party transactions with other undertakings or key management remuneration within the Equitix Holdings Ltd group. Note 9 gives details of how to obtain a copy of the published consolidated financial statements of Equitix Holdings Ltd.

9 ULTIMATE PARENT

The Company's immediate parent is Equitix GP 6 (Greenfield) Ltd, a company incorporate in Guernsey.

The smallest group in which its results are consolidated is Equitix Holdings Ltd, a company incorporated in the United Kingdom and registered in England and Wales. Copies of the consolidated accounts of Equitix Holdings Ltd are available from Companies House, Crown Way, Maindy, Cardiff CF14 3UZ.

The Company's ultimate controlling party is Tetragon Financial Group Limited, a company incorporated in Guernsey.

10 SUBSEQUENT EVENTS

On 8 March 2021 Equitix VI Primary Infrastructure Top Holding LP entered into a joint and several asset backed revolving credit facility. As part of the security package in relation to the asset backed credit facility the Company has issued a charge over the one share it held at the year end in Equitix GP 6 Primary Infrastructure Mid Holdings Ltd, in favour of NatWest FIS Nominees Limited.

11 SUBSIDIARIES AS AT 31 DECEMBER 2020

Company Name	Percentage of shares held	Number and class of share held	Registered address
Equitix GP 6 Primary Infrastructure Mid Holdings Ltd	100%	1 ordinary share	C/O Cms Cameron Mckenna Nabarro Olswang Llp Saltire Court, 20 Castle Terrace, Edinburgh, United Kingdom, EH1 2EN
Equitix GP 6 Primary Infrastructure Holdings Ltd	100%	1 ordinary share	C/O Cms Cameron Mckenna Nabarro Olswang Llp Saltire Court, 20 Castle Terrace, Edinburgh, United Kingdom, EH1 2EN
Equitix Fire Control (Taunton) GP Ltd	100%	1 ordinary share	C/O Cms Cameron Mckenna Nabarro Olswang Llp Saltire Court, 20 Castle Terrace, Edinburgh, United Kingdom, EH1 2EN
Diagnostic Centre (Taunton) GP Ltd	100%	1 ordinary share	C/O Cms Cameron Mckenna Nabarro Olswang Llp Saltire Court, 20 Castle Terrace, Edinburgh, United Kingdom, EH1 2EN
Equitix GP 6 Primary Infrastructure (Bristol) Ltd	100%	1 ordinary share	C/O Cms Cameron Mckenna Nabarro Olswang Lip Saltire Court, 20 Castle Terrace, Edinburgh, United Kingdom, EH1 2EN
Equitix GP 6 Primary Infrastructure (Clintek Holdings) Ltd	100%	1 ordinary share	C/O Cms Cameron Mckenna Nabarro Olswang Llp Saltire Court, 20 Castle Terrace, Edinburgh, United Kingdom, EH1 2EN